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July 1, 2004

Honorable F. Dennis Saylor
United States District Court
The Donohue Federal Building
595 Main Street, 5th Floor
Worcester, MA 01608

Re: Bacou-Dalloz USA Safety, Inc. and Howard Leight Industries, LLC v. Cabot
Safety Intermediate Corp. and Aearo Company
Civil Action No. 04-40049-FDS

Dear Judge Saylor:



BOSTON

DALLAS

DELAWARE

NEW YORK

SAN DIEGO

SILICON VALLEY

TWIN CITIES

WASHINGTON, DC

We represent Plaintiffs, Bacou-Dalloz USA Safety, Inc. and Howard Leight Industries, LLC, ("Bacou"), in the above-captioned matter, and submit this letter in response to Andrew Ryan's letter of June 30, 2004, on behalf of Defendants Cabot Safety Intermediate Corp. and Aearo Company ("Cabot").

Mr. Ryan's letter fails to address the key fact that in its June 30, 2004 Order, the Indiana Court denied Cabot's motion to enjoin this Massachusetts action, leaving the issue of venue raised by Cabot's pending motion to dismiss or transfer squarely before this Court. Moreover, retention of jurisdiction by this Court would not result in overlapping litigation in both Districts. Indeed, as Bacou pointed up both in its briefing to the Indiana Court in opposition to Cabot's motion to enjoin and orally at a status conference held on June 25, 2004, should this Court retain jurisdiction, Bacou would promptly request the Indiana action be transferred to this District for consolidation with this case. Aware of Bacou's intent, the Indiana Court denied Cabot's motion to enjoin the Massachusetts action.

We submit that Cabot has sought to enjoin this action in order to avoid this Court's jurisdiction in light of this Court's prior adjudication of a trademark action between the same parties involving the same U.S. trademark registration (Cabot Safety Intermediate Corp. et al. v. Howard Leight & Associates, Inc. et al. Civil Action No. 97-40216-NMG/CBS). As set forth in our opposition to Cabot's motion to dismiss or transfer this action, we submit that jurisdiction before this Court is appropriate, and Cabot's motion should be denied.

Very truly yours,

s/Gregory A. Madera

Gregory A. Madera

GAM/kal

cc: Andrew C. Ryan
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